

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

| | |
|-----------------------|---------------------------|
| Name of entity | WESFARMERS LIMITED |
| ABN | 28 008 984 049 |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

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|----------------------------|----------------------------|
| Name of Director | JAMES PHILIP GRAHAM |
| Date of last notice | 10 JUNE 2011 |

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

| Direct or indirect interest | Direct and indirect interests |
|--|---|
| <p>Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.</p> | <p>Melsox Limited is the registered holder. Melsox Limited is a subsidiary of Gresham Partners Group Limited. James Philip Graham is a director and has a deemed relevant interest by virtue of the application of subsections 608(3)(a) and (b) of the Corporations Act.</p> <p>Menteith Pty Ltd is the registered holder. James Philip Graham is a director and shareholder of Menteith Pty Ltd.</p> <p>Velorne Pty Ltd is the registered holder. James Philip Graham is a director and shareholder of Velorne Pty Ltd.</p> <p>Burrans Management Pty Limited as trustee for The Rawlings Superannuation Fund ("the Fund") is the registered holder. James Philip Graham is a director and substantial shareholder of Burrans Management Pty Limited, and together with his wife is a beneficiary of the Fund.</p> <p>Daytono Pty Ltd as trustee of a Trust is the registered holder. James Philip Graham is a director of Daytono Pty Ltd and is not excluded as a beneficiary of the Trust.</p> |

+ See chapter 19 for defined terms.

| | | |
|--|---|----------------|
| Date of change | 15 November 2011 | |
| No. of securities held prior to change | Fully paid ordinary shares | |
| | Direct | 33,064 shares |
| | Indirect (Various indirect interests as previously notified.) | 912,599 shares |
| | Fully paid partially protected ordinary shares | |
| | Direct | 4,391 shares |
| | Indirect | 7,658 shares |
| Class | Fully paid ordinary shares; and Fully paid partially protected ordinary shares | |
| Number disposed | 192,872 ordinary shares (indirect) 7,658 partially protected shares (indirect) | |
| Number acquired | 48,220 ordinary shares (indirect) 1,915 partially protected shares (indirect) | |
| Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small> | \$32.74 per ordinary share \$33.00 per partially protected share | |
| No. of securities held after change | Fully paid ordinary shares | |
| | Direct | 33,064 shares |
| | Indirect (Various indirect interests as previously notified.) | 767,947 shares |
| | Fully paid partially protected ordinary shares | |
| | Direct | 4,391 shares |
| | Indirect | 1,915 shares |

+ See chapter 19 for defined terms.

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| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | On and off-market trades |
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

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| Detail of contract | |
| Nature of interest | |
| Name of registered holder (if issued securities) | |
| Date of change | |
| No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed | |
| Interest acquired | |
| Interest disposed | |
| Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation | |
| Interest after change | |

Part 3 – Closed period

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| Were the interests in the securities or contracts detailed above traded during a closed period where prior written clearance was required? | No |
| If so, was prior written clearance provided to allow the trade to proceed during this period? | Not applicable |
| If prior written clearance was provided, on what date was this provided? | Not applicable |

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